



# ASIA ORIENT HOLDINGS LIMITED

(滙漢控股有限公司)\*

(Incorporated in Bermuda with limited liability)

(Stock Code: 214)

## NOTICE OF SPECIAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that a special general meeting of Asia Orient Holdings Limited (“Company”) will be held at Basement 2, Empire Hotel, 33 Hennessy Road, Wanchai, Hong Kong on Thursday, 6th January, 2005 at 10:30 a.m. for the purposes of considering and, if thought fit, passing, with or without modification, the following resolution of the Company:

### ORDINARY RESOLUTION

“**THAT** the sale by the Company of not more than 40,000,000 shares (“Asia Standard Shares”) held by it in Asia Standard International Group Limited (“Asia Standard”) (representing approximately 1.0% of the issued share capital of Asia Standard) (the “Sale”) to any person(s) who is/are independent of (a) the Company, (b) any director, chief executive or substantial shareholder (as defined in the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”)) of the Company or its subsidiaries or any of their respective associates (as defined in the Listing Rules) or (c) any connected person (as defined in the Listing Rules) of the Company at such price which is equal to or exceeds 90% of the average market closing price of the Asia Standard Shares for the ten preceding trading days immediately prior to the Sale and at such time or times as the Director of the Company thinks fit provided that the Sale shall be completed within six (6) months from the date that this resolution is accepted be and is hereby authorized and approved and **THAT** the Directors of the Company be and are hereby authorized to do any act or sign any document so as to give effect to and implement the Sale as they may in their discretion consider to be desirable and in the interest of the Company.”

By order of the Board  
**Chiu Yuk Ching**  
*Secretary*

Hong Kong, 21st December, 2004

*Notes:*

1. Any member of the Company entitled to attend and vote at the meeting shall be entitled to appoint another person as his proxy to attend and vote instead of him. A proxy need not be a member of the Company.
2. Where there are joint registered holders of any share of the Company, any one of such persons may vote at the meeting, either personally or by proxy, in respect of such share as if he were solely entitled thereto; but if more than one of such joint holders be present at the meeting personally or by proxy, that one of the said persons so present whose name stands first on the register of members of the Company in respect of such share shall alone be entitled to vote in respect thereof.

3. Completion and return of the form of proxy will not preclude a member from attending and voting at the above meeting or any adjournment thereof if he so wishes. In that event, his form of proxy will be deemed to have been revoked.
4. In order to be valid, the form of proxy duly completed and signed in accordance with the instructions printed thereon together with the power of attorney or other authority, if any, under which it is signed or a notarially certified copy thereof must be delivered to the principal office of the Company in Hong Kong at 30th Floor, Asia Orient Tower, Town Place, 33 Lockhart Road, Wanchai, Hong Kong not less than 48 hours before the time appointed for holding the meeting or any adjournment thereof.

*As at the date of this announcement, the directors of the Company are: Mr. Fung Siu To, Clement, Mr. Lim Yin Cheng, Mr. Poon Jing, Mr. Lun Pui Kan, Mr. Kwan Po Lam, Phileas, Mr. Chan Sze Hung; and the independent non-executive directors are Mr. Cheung Kwok Wah, Ken, Mr. Hung Yat Ming, Mr. Wong Chi Keung.*

*\* For identification purpose only*